

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

FCS ADVISORS, LLC,

Plaintiff,

—against—

21 Civ. 6995 (PKC)

THEIA GROUP, INC., d/b/a “THORIAN  
GROUP” and/or “CYPHERIAN”; THEIA  
AVIATION, LLC; and THEIA HOLDINGS  
A, INC., d/b/a “THORIAN HOLDINGS,”

Defendants.

**[PROPOSED] ORDER GRANTING MOTION OF RECEIVER FOR ENTRY AN  
ORDER (I) ENFORCING THE SALE ORDER AND ASSET PURCHASE AGREEMENT  
AND (II) COMPELLING PERFORMANCE BY LTS SYSTEMS, LLC**

Upon consideration of the *Notice of Motion of Receiver for Entry of an Order (I) Enforcing the Sale Order and Asset Purchase Agreement and (II) Compelling Performance by LTS Systems, LLC* (Doc. \_\_\_\_ ) (the “Motion”) and the *Memorandum of Law in Support of the Motion* (Doc. \_\_\_\_ ) (the “Memorandum of Law”)<sup>2</sup>; and it appearing that adequate and proper notice of the Motion has been given and that no other or further notice need be given; [and a hearing having been held to consider the relief requested in the Motion; and upon the record of the hearing and all of the proceedings had before the Court;] and the Court having found and determined that the relief sought in the Motion is in the best interests of the Receivership Entities, their estates, their creditors and all other parties in interest; and the legal and factual bases set forth in the Motion having established just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor; it is hereby ORDERED that:

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<sup>2</sup> Capitalized terms not defined herein will have the meanings ascribed to such terms in the Memorandum of Law.

1. The Motion is GRANTED.
2. The Buyer is hereby ordered to pay the Receiver, within three (3) business days of the date hereof, the Assumed Liabilities for the costs and expenses of the Receivership Estate.

Dated: \_\_\_\_\_, 2025

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P. KEVIN CASTEL  
UNITED STATES DISTRICT JUDGE